

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF IOWA**

In re:

MERCY HOSPITAL, IOWA CITY, IOWA, *et al.*,
Debtors.

)
) Chapter 11
)

) Case No. 23-00623 (TJC)
)

) (Jointly Administered)
)

) **Objections Due: February 22, 2024 at 4:00 p.m.**
) **Hearing Date: *Only if objections are filed***

**FIFTH MONTHLY APPLICATION OF SILLS CUMMIS & GROSS P.C.
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND FOR REIMBURSEMENT OF EXPENSES AS COUNSEL TO
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE
PERIOD FROM DECEMBER 1, 2023 THROUGH DECEMBER 31, 2023**

Name of Applicant:

Sills Cummis & Gross P.C.

Authorized to provide professional services to:

Official Committee of Unsecured Creditors

Date of Retention:

October 12, 2023 *effective as of* August 18, 2023

Period for which compensation
and reimbursement are sought:

December 1, 2023 – December 31, 2023

Amount of compensation sought as actual,
reasonable, and necessary:

\$78,678.00 (80% of \$98,347.50)

Amount of expense reimbursement sought
as actual, reasonable, and necessary:

\$4,054.78

This is a monthly application.

COMPENSATION BY PROFESSIONAL

Name of Professional Individual	Position, Department, Year of First Bar Admission	Hourly Billing Rate¹	Total Hours Billed	Total Compensation
Andrew Sherman	Member, Bankruptcy First Bar Admission: 1991	\$1,075	8.8	\$9,460.00
Boris Mankovetskiy	Member, Bankruptcy First Bar Admission: 2001	\$925	41.0	\$37,925.00
S. Jason Teele	Member, Bankruptcy First Bar Admission: 2001	\$895	25.7	\$23,001.50
Michael Savetsky	Of Counsel, Bankruptcy First Bar Admission: 2005	\$835	21.7	\$18,119.50
Gregory A. Kopacz	Of Counsel, Bankruptcy First Bar Admission: 2010	\$775	11.3	\$8,757.50
Oleh Matviyishyn	Associate, Bankruptcy First Bar Admission: 2022	\$425	37.2	\$15,810.00
Total Fees at Standard Rates			145.7	\$113,073.50
Total Fees at \$675 Blended Hourly Rate²			145.7	\$98,347.50

¹ Effective October 1, 2023 (the first day of Sills’ fiscal year), the *standard* hourly rates of certain Sills attorneys were increased to reflect the increased experience and seniority of such attorneys, as well as economic and other conditions. For instance, the hourly rate of Andrew H. Sherman was increased from \$995 to \$1,075; the hourly rate of Boris Mankovetskiy was increased from \$875 to \$925; the hourly rate of Jason Teele was increased from \$850 to \$895; the hourly rate of Michael Savetsky was increased from \$795 to \$835; and the hourly rate of Gregory Kopacz was increased from \$725 to \$775. However, as discussed below, Sills’ attorneys’ fees for *this* engagement are subject to a \$675 blended hourly rate cap.

² As noted in Sills’ retention application [Docket No. 228] (the “Retention Application”), “Sills fees (not including expenses) will be limited to the lesser of (i) the amount of Sills’ fees at its professionals’ standard rates . . . and (ii) the amount of Sills’ fees at a blended hourly rate of \$675.” See Retention Application ¶ 16.

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
Asset Analysis and Recovery (101)	72.9	\$55,685.50
Asset Disposition (102)	6.2	\$5,765.00
Case Administration (104)	10.7	\$9,151.50
Claims Administration and Objections (105)	2.9	\$2,682.50
Fee/Employment Applications (107)	27.0	\$14,905.00
Fee/Employment Objections (108)	0.6	\$465.00
Financing (109)	3.9	\$4,063.50
Litigation (Other than Avoidance Action Litigation) (110)	0.7	\$626.50
Plan and Disclosure Statement (113)	20.8	\$19,729.00
Total Fees at Standard Rate	145.7	\$113,073.50
Total Fees at \$675 Blended Rate¹	145.7	\$98,347.50

EXPENSE SUMMARY

Expense Category	Total Expenses
Airfare	\$1,718.46
Gas for Rental Car	\$3.44
Lodging	\$746.34
Meals	\$57.57
Parking	\$166.63
Online Research (Lexis-Nexis)	\$1,185.67
Taxi/Car Rental/Car Service	\$160.67
WiFi (During Flight)	\$16.00
TOTAL	\$4,054.78

¹ Sills' attorneys' fees are subject to a blended hourly rate cap of \$675. See Retention Application ¶ 16.

**IN THE UNITED STATES BANKRUPTCY COURT
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In re:)	
)	Chapter 11
MERCY HOSPITAL, IOWA CITY, IOWA, <i>et al.</i> ,)	
)	Case No. 23-00623 (TJC)
Debtors.)	(Jointly Administered)
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**FIFTH APPLICATION OF SILLS CUMMIS & GROSS P.C.
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND FOR REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE
PERIOD FROM DECEMBER 1, 2023 THROUGH DECEMBER 31, 2023**

Pursuant to Bankruptcy Code sections 330 and 331, Federal Rule of Bankruptcy Procedure 2016 (the “Bankruptcy Rules”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 224] (the “Compensation Order”), Sills Cummis & Gross P.C. (“Sills”) files this *Fifth Application for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the Period From December 1, 2023 Through December 31, 2023* (the “Application”), seeking allowance of \$78,678.00 (80% of \$98,347.50) in fees, *plus* \$4,054.78 for reimbursement of actual and necessary expenses, for a total of \$82,732.78.

Background

1. On August 7, 2023 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.
2. On August 15, 2023, the U.S. Trustee formed the Committee [Docket. No. 107].
3. The Committee retained Sills as co-counsel pursuant to this Court’s *Order*

Granting Application to Retain and Employ Sills Cummis & Gross P.C. as Co-Counsel for the Official Committee of Unsecured Creditors, Effective as of August 18, 2022 [Docket No. 355].

Compensation Paid and Its Source

4. All services for which compensation is requested were performed for or on behalf of the Committee. During the compensation period, Sills received no payment and no promises for payment from any source other than the Debtors for services to be rendered in any capacity in connection with the matters covered by this Application. There is no agreement or understanding between Sills and any other person, other than with the members, of counsel and associates of the firm, for the sharing of compensation to be received in these cases.

Fee Statements

5. The fee statement for this period is attached as **Exhibit A**. To the best of Sills' knowledge, this Application reasonably complies with Bankruptcy Code sections 330 and 331, the Bankruptcy Rules, the *Guidelines for Reviewing Applications for Compensation and Reimbursement for Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective November 1, 2013*, and the Compensation Order.

Summary of Services by Project

A. **Asset Analysis and Recovery**

Fees: \$55,685.50; Total Hours: 72.9

This category includes time spent: (a) analyzing alleged liens asserted against the Debtors' assets and properties and conducting related research and analysis, including reviewing operating agreements and other documents; (b) conducting research and analysis related to potential claims and causes of action against third parties, including pursuant to section 544(a) of the Bankruptcy Code; (c) reviewing and analyzing documents produced in response to discovery requests and preparing additional document requests; (d) preparing a lien challenge complaint

and addressing related matters; and (e) communicating with opposing counsel and others regarding the foregoing and related matters.

B. Asset Disposition

Fees: \$5,765.00; Total Hours: 6.2

This category includes time spent: (a) conducting analysis related to the disposition of the Debtors' interests in various affiliates and other remaining assets and proposed banker fees related thereto; (b) reviewing a motion to reconsider the court's prior sale order and a proposed order resolving same; (c) analyzing and addressing sale closing matters; and (d) communicating with the Debtors' advisors and Preston Hollow's counsel regarding the foregoing and other matters.

C. Case Administration

Fees: \$9,151.50; Total Hours: 10.7

This category includes time spent: (a) attending Committee meetings; (b) preparing updates for the Committee members; (c) reviewing documents produced in response to discovery requests; (d) reviewing motions, pleadings, and other court filings; and (e) communicating with the Committee members and Debtors' counsel regarding the foregoing and related matters.

D. Claims Administration and Objections

Fees: \$2,682.50; Total Hours: 2.9

This category includes time spent analyzing claims, counterclaims, claim recovery scenarios, claim stipulations and a motion seeking authorization to settle employee bonus claims.

E. Fee/Employment Applications

Fees: \$14,905.00; Total Hours: 27.0

This category includes time spent: (a) preparing Sills' October, November and first

interim fee applications; (b) reviewing the Committee's financial advisor's fee applications; and (c) communicating with the Committee's other advisors regarding the foregoing and related matters.

F. Fee/Employment Objections

Fees: \$465.00; Total Hours: 0.6

This category includes time spent: (a) reviewing the Debtors' professionals' fee applications; and (b) reviewing fee objections filed by the U.S. Trustee.

G. Financing

Fees: \$4,063.50; Total Hours: 3.9

This category includes time spent: (a) addressing "challenge"-related matters; (b) preparing for a cash collateral hearing; (c) analyzing a cash collateral stipulation; and (d) communicating with the Committee members, the Committee's other advisors, and Preston Hollow's counsel regarding the foregoing and related matters.

H. Litigation (Other than Avoidance Action Litigation)

Fees: \$626.50; Total Hours: 0.7

This category includes time spent reviewing and revising an amended complaint.

I. Plan and Disclosure Statement

Fees: \$19,729.00; Total Hours: 20.8

This category includes time spent: (a) analyzing matters related to a potential consensual chapter 11 plan of liquidation, including analyzing a related term sheet, projected creditor recoveries, and a potential global settlement with key case constituencies; (b) analyzing the Debtors' motion to extend their plan exclusivity periods; and (c) communicating with the Committee members, the Committee's other advisors, the Debtors' counsel, Preston Hollow's

counsel and others regarding the foregoing and related matters.

Conclusion

6. Sills submits the amounts sought are fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

WHEREFORE, Sills requests an allowance be made to Sills for the sums \$78,678.00 (80% of \$98,347.50) as compensation, *plus* \$4,054.78 for reimbursement of actual and necessary expenses, for a total of \$82,732.78, and that such amount be authorized for payment.

Dated: February 8, 2024

Respectfully submitted,

/s/ Andrew H. Sherman

Andrew H. Sherman, NJS Bar No. 042731991

(admitted *pro hac vice*)

Boris I. Mankovetskiy, NJS Bar No. 012862001

(admitted *pro hac vice*)

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/s/ Robert C. Gainer

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*Attorneys for The Official Committee of Unsecured
Creditors of Mercy Hospital, Iowa City, Iowa, et al.*

Sills Cummis & Gross

A Professional Corporation

The Legal Center
One Riverfront Plaza
Newark, NJ 07102-5400
(973) 643-7000

Official Unsecured Creditors Committee of Mercy Hospital
c/o Steindler Orthopedic Clinic, Committee Chair
Attn: Edward Patrick Magallanes, President and CEO
222 W. Merchandise Mart Plaza #2024
2751 Northgate Drive
Iowa City, IA 52245

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Billing Attorney: AHS
Federal Tax Id: 22-1920331

RE: Creditors' Committee

For Legal Services Rendered Through December 31, 2023

				HOURS	AMOUNT
101 – ASSET ANALYSIS AND RECOVERY					
12/01/23	BM	101	Analysis regarding lien investigation.	1.30	
12/01/23	BM	101	Analysis regarding investigation of potential claims against bondholder representatives.	1.70	
12/01/23	JT	101	E-mail to M. Savetsky regarding Lender Complaint.	0.30	
12/04/23	BM	101	Analysis regarding draft complaint against bondholder representatives.	1.10	
12/04/23	JT	101	E-mail to K. Walsh regarding Preston Hollow Discovery.	0.20	
12/04/23	MS	101	Draft challenge complaint against Master Trustee and Preston Hollow.	4.10	
12/05/23	BM	101	Analysis and revisions of draft complaint against bondholder representatives.	2.40	
12/05/23	JT	101	Review/revise draft complaint vs lenders.	1.30	

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 2

				HOURS	AMOUNT
12/05/23	MS	101	E-mails with J. Teele and A. Sherman re: challenge complaint against Master Trustee and Preston Hollow.	0.10	
12/05/23	MS	101	Draft challenge complaint against Master Trustee and Preston Hollow.	3.80	
12/06/23	BM	101	Analysis regarding informal discovery to bondholder representatives.	0.80	
12/06/23	BM	101	Analysis regarding investigation of potential affirmative claims against bondholder representatives.	1.10	
12/06/23	JT	101	Review bondholder production.	0.80	
12/06/23	MS	101	Revise draft challenge complaint against Master Trustee and Preston Hollow.	0.10	
12/06/23	MS	101	Review documents produced by Preston Hollow re: Committee's informal document requests.	0.80	
12/07/23	BM	101	Analysis regarding investigation of causes of action against Preston Hollow.	1.80	
12/07/23	MS	101	Review documents produced by Preston Hollow re: Committee's informal document requests.	4.10	
12/07/23	OM	101	Review documents produced by Preston Hollow for violations of NDA.	3.70	
12/08/23	BM	101	Analysis regarding Preston Hollow's productions in response to Committee's informal discovery.	0.90	
12/08/23	BM	101	Analysis regarding complaint against bondholder representatives.	1.30	

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 3

				HOURS	AMOUNT
12/08/23	JT	101	Continue review of debtors' document production.	4.80	
12/08/23	OM	101	Draft document review summary and circulate to J. Teele.	0.20	
12/08/23	OM	101	Finalize reviewing documents provided by Preston Hollow re: violation of NDA.	4.10	
12/10/23	MS	101	Review documents produced by Preston Hollow re: Committee's informal document requests.	0.70	
12/11/23	BM	101	Analysis regarding potential global settlement with bondholders and plan term sheet.	1.20	
12/11/23	BM	101	Analysis regarding discovery standstill with Preston Hollow and extension of challenge deadlines.	0.70	
12/11/23	JT	101	Continued review of bondholder document production.	3.60	
12/11/23	JT	101	Analyze potential claims against bondholders.	1.30	
12/11/23	MS	101	Review documents produced by Preston Hollow re: Committee's informal document requests.	3.50	
12/11/23	MS	101	E-mails with J. Teele re: documents produced by Preston Hollow re: Committee's informal document requests.	0.20	
12/11/23	MS	101	Review e-mails from A. Sherman and K. Walsh re: standstill on discovery and agreement re: challenge deadline and cash collateral hearing.	0.20	

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 4

				HOURS	AMOUNT
12/11/23	OM	101	Correspondence with B. Mankovetskiy re: disposition of membership interest in debtor's joint-ventures.	0.10	
12/11/23	OM	101	Analysis of debtor's joint-ventures' operating documents for disposition of membership interests and circulate results to B. Mankovetskiy.	2.30	
12/12/23	BM	101	Analysis regarding Debtors' IASC membership interests.	1.40	
12/12/23	JT	101	Continued review of Preston Hollow document production.	3.10	
12/12/23	MS	101	E-mails with O. Matviyishyn re: agreement re: challenge deadline and cash collateral hearing.	0.10	
12/12/23	MS	101	Confer with O. Matviyishyn re: research on proceeds of collateral in deposit account.	0.20	
12/12/23	MS	101	Review legal research re: proceeds of collateral in deposit account.	0.20	
12/12/23	OM	101	Correspondence and update from M. Savetsky re: 544(a) strong arm power research in relation to liens on deposit accounts.	0.30	
12/13/23	JT	101	Continue review of document and production.	2.20	
12/13/23	JT	101	Review and revise document request.	0.80	
12/13/23	MS	101	Draft list of deficiencies in document production by Preston Hollow re: Committee's informal document requests.	0.50	

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 5

				HOURS	AMOUNT
12/14/23	OM	101	Review and make additions to follow up document production request from Preston Hollow and correspondence re: same.	0.70	
12/14/23	OM	101	Research 544(a) strong arm power and its interplay with control of deposit accounts.	1.10	
12/15/23	OM	101	Continue research on 544(a) strong arm power and trumping liens on proceeds of collateral.	0.80	
12/18/23	BM	101	Analysis regarding deficiencies in Preston Hollow's discovery productions.	0.70	
12/18/23	MS	101	Revise list of deficiencies in document production by Preston Hollow re: Committee's informal document requests.	0.10	
12/18/23	OM	101	Continue 544(a) strong arm power and its effect on proceeds of collateral.	0.40	
12/21/23	JT	101	Review internal memo regarding discovery.	0.40	
12/29/23	OM	101	Continue research on 544(a) strong arm power as it relates to proceeds of collateral.	2.20	
12/30/23	OM	101	Finalize research on 544(a) strong arm power and how it relates to proceeds of collateral.	3.10	
TASK TOTAL 101				<u>72.90</u>	<u>\$55,685.50</u>

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 6

				HOURS	AMOUNT
102 – ASSET DISPOSITION					
12/12/23	BM	102	Analysis regarding investment banker fees for disposition of remaining assets.	0.60	
12/12/23	BM	102	Analysis regarding disposition of Debtors' interests in various affiliates.	1.70	
12/13/23	BM	102	Call with Debtors' professionals regarding disposition of remaining assets.	0.40	
12/13/23	BM	102	Call with Preston Hollow's and Debtors' counsel regarding investment banker fees for remaining assets.	0.30	
12/13/23	AHS	102	Address issues re: H2C requested compensation and call with Debtors' counsel and counsel for PH re: H2C and sale of assets.	0.60	
12/15/23	BM	102	Analysis regarding sale closing issues.	1.10	
12/15/23	BM	102	Analysis regarding correspondence between the Debtors and Altera regarding contract and transition issues.	0.90	
12/18/23	MS	102	Review EverBank's motion to reconsideration of sale order.	0.20	
12/18/23	MS	102	Review proposed order resolving EverBank's motion to reconsideration of sale order.	0.20	
12/18/23	MS	102	E-mails with A. Sherman re: proposed order resolving EverBank's motion to reconsideration of sale order.	0.10	

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 7

				HOURS	AMOUNT
12/22/23	GAK	102	Review motion to compel assumption/rejection.	0.10	
TASK TOTAL 102				6.20	\$5,765.00

104 – CASE ADMINISTRATION

12/04/23	BM	104	Call with Debtors' counsel regarding pending matters.	0.40
12/04/23	GAK	104	Review notification regarding upcoming hearing.	0.10
12/05/23	OM	104	Review docket, update critical dates calendar, and circulate same to team with reminders.	0.10
12/06/23	BM	104	Call with Committee chair regarding pending matters.	0.60
12/06/23	BM	104	Prepare Committee update.	0.50
12/07/23	JT	104	Review Preston Hollow document production.	6.20
12/08/23	BM	104	Attend Committee meeting.	0.80
12/08/23	GAK	104	Review notification regarding hearing on sale and exclusivity motion.	0.10
12/11/23	BM	104	Call with Debtors' counsel regarding pending matters.	0.40
12/11/23	BM	104	Prepare an update for Committee.	0.40
12/11/23	OM	104	Review docket, update critical dates calendar, and circulate same to team with reminders.	0.30
12/12/23	OM	104	Review docket, update critical dates calendar, and circulate same to team with reminders.	0.10
12/18/23	OM	104	Review docket, update critical dates calendar, and circulate same to team with reminders.	0.20

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 8

				HOURS	AMOUNT
12/19/23	GAK	104	Review notification regarding Friday hearing on cash collateral, plan exclusivity, cash management and sale objections.	0.10	
12/28/23	GAK	104	Review Debtor's amended schedules.	0.10	
12/28/23	OM	104	Review docket, update critical dates calendar, and circulate same to team with reminders.	0.30	
TASK TOTAL 104				<u>10.70</u>	<u>\$9,151.50</u>
105 – CLAIMS ADMINISTRATION AND OBJECTIONS					
12/06/23	BM	105	Analysis regarding Humana stipulation.	0.30	
12/08/23	BM	105	Analysis regarding potential recovery scenarios.	1.10	
12/22/23	BM	105	Analysis of Debtors' correspondence with Altera regarding claims and counterclaims.	1.10	
12/29/23	BM	105	Analysis regarding motion for authority to settle employee bonus repayment issues.	0.40	
TASK TOTAL 105				<u>2.90</u>	<u>\$2,682.50</u>
107 – FEE/EMPLOYMENT APPLICATIONS					
12/11/23	GAK	107	Call with FTI regarding October fee statement.	0.10	
12/11/23	GAK	107	Prepare October fee statement.	3.20	
12/11/23	GAK	107	Emails with A. Sherman regarding October fee statement.	0.20	
12/11/23	GAK	107	Communications with local counsel and FTI regarding fee statement.	0.20	

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 9

				HOURS	AMOUNT
12/14/23	GAK	107	Emails with FTI regarding fee statements.	0.10	
12/14/23	GAK	107	Work on November fee statement.	0.60	
12/14/23	OM	107	Begin drafting November fee statement.	0.80	
12/14/23	OM	107	Correspondence with G. Kopacz re: preparation of November fee statement and review preliminary bill.	0.40	
12/15/23	GAK	107	Email from O. Matviyishn regarding fee application.	0.20	
12/15/23	OM	107	Finalize draft of November fee statement and circulate to G. Kopacz for review.	5.80	
12/18/23	GAK	107	Work on November fee statement.	0.40	
12/18/23	OM	107	Correspondence with G. Kopacz re: monthly fee statements.	0.20	
12/20/23	GAK	107	Research for first interim fee application and communications with B. Mankovetskiy and O. Matviyishyn regarding same.	0.30	
12/20/23	GAK	107	Review, revise and update draft November fee statement.	2.80	
12/21/23	GAK	107	Review and comment on FTI November fee statement and email FTI regarding same.	0.40	
12/21/23	GAK	107	Finalize November fee statement for review by A. Sherman.	0.50	
12/27/23	OM	107	Correspondence with G. Kopacz re: drafting first interim fee application.	0.10	
12/27/23	OM	107	Begin draft of first interim fee application.	5.40	

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 10

				HOURS	AMOUNT
12/28/23	GAK	107	Work on interim fee application and communications with O. Matviyishyn regarding same.	0.50	
12/28/23	OM	107	Continue drafting first interim fee application.	3.60	
12/28/23	OM	107	Finalize first interim fee application and circulate to G. Kopacz for review.	0.90	
12/29/23	GAK	107	Work on interim fee application.	0.30	
TASK TOTAL 107				<u>27.00</u>	<u>\$14,905.00</u>

108 – FEE/EMPLOYMENT OBJECTIONS

12/04/23	GAK	108	Review Debtors' professionals' October fee statements.	0.10	
12/15/23	GAK	108	Review UST Fee objection.	0.10	
12/19/23	GAK	108	Review Debtors' professionals' fee applications.	0.20	
12/28/23	GAK	108	Review UST objections to MWE and FTI fee applications.	0.20	
TASK TOTAL 108				<u>0.60</u>	<u>\$465.00</u>

109 – FINANCING

12/02/23	AHS	109	Follow up on counsel for PH call with next steps to address challenge deadline.	0.40	
12/02/23	AHS	109	Calls and emails with counsel for PH re: challenge deadline and term sheet.	0.40	
12/05/23	BM	109	Analysis regarding witness and exhibit list for continued cash collateral hearing.	0.40	

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 11

				HOURS	AMOUNT
12/05/23	AHS	109	Review and revise exhibit and witness list in advance of upcoming hearing and email to R. Gainer re: same.	0.40	
12/06/23	AHS	109	Initial review of PH document production.	0.30	
12/08/23	AHS	109	Address and review discovery re: potential claims against PH.	0.60	
12/10/23	AHS	109	Call with counsel for PH re: challenge issues and upcoming hearing.	0.30	
12/11/23	AHS	109	Emails with Committee and members re: challenge deadline and continuance of hearing regarding cash collateral.	0.30	
12/11/23	AHS	109	Emails and calls with counsel for PH re: challenge deadline and continuance of hearing.	0.40	
12/12/23	BM	109	Analysis regarding cash collateral extension stipulation.	0.30	
12/18/23	MS	109	Review proposed order adjourning cash collateral hearing.	0.10	
TASK TOTAL 109				3.90	\$4,063.50
110 – LITIGATION (OTHER THAN AVOIDANCE ACTION LITIGATION)					
12/12/23	JT	110	Review and revise amended complaint re: Preston Hollow.	0.70	
TASK TOTAL 110				0.70	\$626.50
113 – PLAN AND DISCLOSURE STATEMENT					
12/04/23	BM	113	Analysis regarding potential consensual plan of liquidation and global settlement with bondholder representatives.	1.60	

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 12

				HOURS	AMOUNT
12/04/23	BM	113	Call with FTI regarding plan term sheet.	0.50	
12/04/23	AHS	113	Call with counsel for Mercy re: plan term sheet and cash collateral issues.	0.40	
12/05/23	BM	113	Analysis regarding Debtors' motion to extend exclusivity.	0.40	
12/05/23	BM	113	Analysis regarding plan term sheet.	1.10	
12/05/23	BM	113	Analysis regarding potential global settlement with Preston Hollow.	0.80	
12/06/23	BM	113	Call with FTI regarding draft plan term sheet.	0.60	
12/06/23	BM	113	Analysis and revisions of proposed plan term sheet.	1.60	
12/06/23	AHS	113	Call with FTI re: plan term sheet.	0.60	
12/06/23	AHS	113	Revise and formulate plan term sheet in response to document received from PH.	1.20	
12/06/23	AHS	113	Call with committee member re: plan term sheet and follow up re: same.	0.40	
12/06/23	AHS	113	Email to Committee re: status update.	0.40	
12/06/23	MS	113	Review Debtors' motion to extend exclusivity, proposed order and revised proposed order.	0.30	
12/06/23	MS	113	Draft email to Committee re: Debtors' motion to extend exclusivity.	0.40	
12/06/23	MS	113	Call with B. Mankovetskiy re: Debtors' motion to extend exclusivity.	0.10	

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 13

				HOURS	AMOUNT
12/06/23	MS	113	Draft email to Committee re: update on exclusivity extension motion, draft challenge complaint against Master Trustee and Preston Hollow, and plan term sheet negotiations.	1.10	
12/06/23	MS	113	Review proposed draft plan term sheet and revisions thereto.	0.50	
12/07/23	BM	113	Analysis regarding bondholders' projected waterfall analysis.	0.70	
12/08/23	BM	113	Analysis and revisions regarding proposed plan term sheet.	1.20	
12/08/23	GAK	113	Review Debtors' exclusivity extension motion.	0.20	
12/08/23	GAK	113	Review Bondholder Representative's objection to exclusivity extension motion.	0.20	
12/13/23	BM	113	Analysis regarding draft plan term sheet and projected waterfall scenarios.	1.70	
12/15/23	BM	113	Analysis regarding potential global settlement with bondholders.	0.90	
12/19/23	BM	113	Analysis regarding potential global settlement with Debtors and Bondholder Representatives.	1.10	
12/22/23	BM	113	Analysis regarding proposed revised plan term sheet.	0.70	
12/22/23	AHS	113	Call with counsel for Debtors and PH re: term sheet and plan negotiations.	0.80	
12/22/23	AHS	113	Review and analysis of plan term sheet as circulated by counsel for PH.	0.70	

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 14

				HOURS	AMOUNT
12/24/23	AHS	113	Email to committee re: plan term sheet.	0.40	
12/24/23	AHS	113	Call with R. Gainer re: term sheet issues.	0.20	
TASK TOTAL 113				20.80	\$19,729.00
TOTAL FEES at Standard Rates				145.70	\$113,073.50
Attorney Fees at Blended Rate of \$675				145.70	\$98,347.50
Paralegal Fees at Standard Rate				0.00	0.00
TOTAL FEES at Blended Rate				145.70	\$98,347.50

TASK CODE SUMMARY

101	Asset Analysis and Recovery	72.90	\$55,685.50
102	Asset Disposition	6.20	\$5,765.00
104	Case Administration	10.70	\$9,151.50
105	Claims Administration and Objections	2.90	\$2,682.50
107	Fee/Employment Applications	27.00	\$14,905.00
108	Fee/Employment Objections	0.60	\$465.00
109	Financing	3.90	\$4,063.50
110	Litigation (Other than Avoidance Action Litigation)	0.70	\$626.50
113	Plan and Disclosure Statement	20.80	\$19,729.00
TOTAL FEES at Standard Rates		145.70	\$113,073.50
Attorney Fees at Blended Rate of \$675		145.70	\$98,347.50
Paralegal Fees at Standard Rate		0.00	0.00
TOTAL FEES at Blended Rate		145.70	\$98,347.50

Andrew H. Sherman	8.80	x	\$1,075.00	=	\$9,460.00
Boris Mankovetskiy	41.00	x	\$925.00	=	\$37,925.00
Jason Teele	25.70	x	\$895.00	=	\$23,001.50
Michael Savetsky	21.70	x	\$835.00	=	\$18,119.50
Gregory A. Kopacz	11.30	x	\$775.00	=	\$8,757.50
Oleh Matviyishyn	37.20	x	\$425.00	=	\$15,810.00

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 15

DISBURSEMENT DETAIL

09/28/23	291	Airfare – AHS (attend auction in Chicago)	\$544.35
10/03/23	382	Meals – AHS (attend auction in Chicago)	\$15.56
10/04/23	293	Lodging – AHS (attend auction in Chicago)	\$603.08
10/04/23	294	Taxi/Car Rental/Car Service – AHS (attend auction in Chicago)	\$17.92
10/04/23	294	Taxi/Car Rental/Car Service – AHS (attend auction in Chicago)	\$83.35
10/05/23	295	Parking – AHS (attend auction in Chicago)	\$84.25
10/13/23	291	Airfare – AHS (attend omnibus hearing re: cash collateral, etc. in Cedar Rapids)	\$1,174.11
10/13/23	287	Miscellaneous Expenses (flight WiFi) – AHS (attend omnibus hearing re: cash collateral, etc. in Cedar Rapids)	\$16.00
11/05/23	382	Meals – AHS (attend omnibus hearing re: cash collateral, etc. in Cedar Rapids)	\$23.47
11/05/23	297	Miscellaneous Travel (gas for rental car) – AHS (attend omnibus hearing re: cash collateral, etc. in Cedar Rapids)	\$3.44
11/06/23	382	Meals – AHS (attend omnibus hearing re: cash collateral, etc. in Cedar Rapids)	\$18.54
11/06/23	293	Lodging – AHS (attend omnibus hearing re: cash collateral, etc. in Cedar Rapids)	\$143.26
11/06/23	294	Taxi/Car Rental/Car Service – AHS (attend omnibus hearing re: cash collateral, etc. in Cedar Rapids)	\$59.40
11/06/23	295	Parking – AHS (attend omnibus hearing re: cash collateral, etc. in Cedar Rapids)	\$82.38
12/15/23	379	Lexis-Nexis	\$1,185.67
TOTAL DISBURSEMENTS			\$4,054.78

Creditors' Committee

January 31, 2024
Client/Matter No. 08650147.000001
Invoice: 2053062
Page 16

INVOICE SUMMARY	
Total Fees	\$98,347.50
Total Disbursements	\$4,054.78
TOTAL THIS INVOICE	\$102,402.28*

*Total includes fees at **Blended Rate**. Per Retention Application, lesser of fees at *Standard Rates* (**\$113,073.50**) and fees at *Blended Rate* of \$675 (**\$98,347.50**)** apply.

**includes paralegal fees at standard rates, if applicable